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Counsel for Debtor

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8 **UNITED STATES BANKRUPTCY COURT**
9 **DISTRICT OF NEVADA**

10 In re

11 CASH CLOUD, INC.,
dba COIN CLOUD,

12 Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**PROVINCE, LLC'S MONTHLY FEE
STATEMENT OF SERVICES RENDERED
AND EXPENSES INCURRED FOR THE
PERIOD FROM NOVEMBER 1, 2023
THROUGH NOVEMBER 30, 2023**

Hearing Date: N/A

Hearing Time: N/A

17 Province, LLC ("Province"), financial advisor to the Cash Cloud, Inc. (the "Debtor"), debtor
18 and debtor-in-possession in the above-captioned case (the "Chapter 11 Case"), hereby submits this
19 *Monthly Fee Statement for Services Rendered and Expenses Incurred for the Period from November*
20 *1, 2023 Through November 30, 2023* (the "Statement"), pursuant to the *Final Order Authorizing*
21 *Retention and Employment of Province, LLC as Financial Advisor, Effective as of the Petition Date*
22 [ECF No. 223] and the Court's *Order Granting Debtor's Motion Pursuant to 11 U.S.C. §§ 105(a)*
23 *and 331, And Fed. R. Bankr. P. 2016, Authorizing and Establishing Procedures for Interim*
24 *Compensation and Reimbursement of Expenses of Professionals* [ECF No. 321] (the "Interim
25 Compensation Procedures Order").
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1 In support of this Statement, Province respectfully represents as follows:

2 1. Province hereby seeks allowance and payment of interim compensation for services
3 rendered and reimbursement of expenses incurred as Debtor's financial advisor during the period
4 from November 1, 2023 through November 30, 2023 (the "Statement Period").

5 2. Province seeks allowance and payment of interim compensation for fees in the
6 amount of \$12,544.80, representing 80% of the \$15,681.00 in fees incurred for services rendered
7 during the Statement Period, plus reimbursement of \$215.00, representing 100% of the expenses
8 incurred during the Statement Period, for a total award of \$12,759.80 for the Statement Period.

9 3. Attached hereto as **Exhibit A** is the name of each timekeeper who performed services
10 in connection with the Chapter 11 Case during the Statement Period, and the hourly rate for each
11 such timekeeper.

12 4. Attached hereto as **Exhibit B** is a task code summary.

13 5. Attached hereto as **Exhibit C** is a detailed invoice of time expended by the
14 timekeepers who performed services during the Statement Period and of the expenses paid during
15 the Statement Period.

16 6. On the same date this Statement was filed, Province served a copy of this Statement
17 via electronic mail/notice on the following parties (each a "Notice Party," and collectively, the
18 "Notice Parties):

- 19 i. Cash Cloud, Inc., c/o Ayala & Associates, 300 S. 4th Street, 16th Floor, Las
20 Vegas, NV 89101 (Attn: Daniel Ayala; dayala@ayalalaw.com);
- 21 ii. Fox Rothschild, LLC, 1980 Festival Plaza Drive, Suite 700, Las Vegas,
22 Nevada 89135 (Attn: Brett A. Axelrod, Esq.; baxelrod@foxrothschild.com);
23 counsel to Debtor;
- 24 iii. United States Trustee Tracey Hope Davis, 300 Las Vegas Boulevard South,
25 Suite 4300, Las Vegas, NV 89101 (Attn: Jared A. Day, Trial Attorney;
26 Jared.A.Day@usdoj.gov);
- 27 iv. Seward & Kissell, LLP, One Battery Park Plaza, New York, NY 10004 (Attn:
28 Robert J. Gayda; gayda@sewkis.com; Catherine V. LoTempio;
lotempio@sewkis.com; Andrew J. Matott; matott@sewkis.com), and
McDonald Carano, LLP, 2300 West Sahara Avenue, Suite 1200, Las Vegas,
NV 89102 (Attn: Ryan J. Works; rworks@mcdonaldcarano.com), counsel to
the Official Committee of Unsecured Creditors;

- v. Berger Singerman LLP, 1450 Brickell Avenue, Suite 1900, Miami, FL 33131 (Attn: Jordi Gusó; JGuso@bergersingerman.com), and Sylvester & Polednak, Ltd., 1731 Village Center Circle, Las Vegas, NV 89134 (Attn: Jeffrey R. Sylvester; Jeff@SylvesterPolednak.com; counsel to DIP lender CKDL Credit, LLC;
- vi. Morrison & Foerster LLO, 250 West 55th Street, New York, NY 10019-9601 (Attn: Andrew Kissner; akissner@mofo.com; Gary Lee; glee@mofo.com), and Shea Larsen, 1731 Village Center Circle, Suite 150, Las Vegas, NV 89134 (Attn: James Patrick Shea; jshea@shea.law; Bart K. Larsen; blarsen@shea.law; Kyle M. Wyant; kwyant@shea.law); counsel to Enigma Securities Limited; and
- vii. Clearly Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, NY 10006, (Attn: Sean A. O'Neal; soneal@cgsh.com; Jane VanLare; jvanlare@cgsh.com), and Snell & Wilmer L.L.P., 3883 Howard Hughes Parkway, Suite 1100, Las Vegas, NV 89169 (Attn: Robert R. Kinan; rkinan@swlaw.com); counsel to Genesis Global Holdco, LLC.

7. Pursuant to the Interim Compensation Procedures Order, each Notice Party will have twenty (20) days after service (or the next business day if the 20th day is not a business day) of a Monthly Fee Application (the "Objection Deadline"), to object to the requested fees and expenses in accordance with the procedures described in subparagraph (b) set forth on page three of the Interim Compensation Procedures Order.

8. If no objections are raised on or before the Objection Deadline, Province shall file a certificate of no objection with the Court, after which Debtor shall be authorized to pay to Province an amount equal to 80% of the fees and 100% of the expenses incurred during the period covered by this Statement.

9. If an objection is properly filed before the Objection Deadline, Province shall file a certificate of no objection with the Court with respect to the fees and expenses, if any, that are not subject to objection (the "Undisputed Fees" and "Undisputed Expenses"), after which the Debtor shall be authorized to pay to Province an amount equal to 80% of the Undisputed Fees and 100% of the Undisputed Expenses incurred during the period covered by this Statement.

10. Province acknowledges that the interim payment of compensation and reimbursement of expenses sought in this Statement does not constitute a request for final allowance of such compensation and reimbursement of expenses. At the conclusion of the Chapter 11 Case, Province will seek final allowance of the fees charged and expenses incurred for the entirety of the Chapter 11

1 Case, and any interim fees and expenses received during the course of the Chapter 11 Case will be
2 credited against such fees and expenses that are allowed on a final basis.

3 11. Neither Province nor any member of Province has any agreement or understanding of
4 any kind to divide, pay over, or share with any other person, except as among the members of
5 Province, any portion of the fees or expenses to be awarded pursuant to this Statement.

6 DATED: January 16, 2024

PROVINCE, LLC

8 By: /s/ Daniel Moses

9 Daniel Moses
10 2360 Corporate Circle, Suite 340
11 Henderson, Nevada 89074
12 Telephone: (702) 685-5555
13 Email: dmoses@provincefirm.com

Financial Advisor to Debtor

13 Submitted By:

14 FOX ROTHSCHILD LLP

16 By: /s/ Brett A. Axelrod

17 *Counsel for Debtor*

EXHIBIT A**Summary of Province Professionals and Paraprofessionals**

November 1, 2023 through November 30, 2023

Name of Professional Individual	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate	Total Hours Billed	Total Compensation
Paul Huygens, CPA, CFE	Principal – Corporate restructuring. CPA license in 1999, CFE license in 2015.	\$1,320	1.3	\$1,716.00
Dan Moses	Principal – Corporate restructuring.	\$1,260	5.2	\$6,552.00
Tanner James	Vice President - Finance and data analytics.	\$630	6.0	\$3,780.00
Spencer Stires	Associate - Quantitative finance and programming.	\$480	5.7	\$2,736.00
Hunter Thompson	Senior Analyst	\$390	2.3	\$897.00
	Grand Total		20.5	\$15,681.00
	Blended Rate for Professionals	\$764.93		

EXHIBIT B**Task Code Summary**

November 1, 2023 through November 30, 2023

Project Categories	Total Hours	Total Fees
Business Analysis / Operations	10.7	\$8,088.00
Claims Analysis and Objections	2.3	\$1,104.00
Litigation	7.5	\$6,489.00
Grand Total	20.5	\$15,681.00

EXHIBIT C

Invoice

November 1, 2023 through November 30, 2023

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2360 Corporate Circle Suite 340
Henderson, NV 89074, United States
Tel: 702-685-5555
www.provincefirm.com

INVOICE

Cash Cloud Inc d/b/a Coin Cloud

INVOICE DATE: 12/13/2023
INVOICE NO: 94750
BILLING THROUGH: 11/30/2023

Coin Cloud - FA 2

Managed By: Daniel L Moses

INVOICE SUMMARY

PROFESSIONAL SERVICES

EMPLOYEE	HOURS	RATE	AMOUNT
Dan Moses	5.20	\$1,260.00	\$6,552.00
Hunter Thompson	2.30	\$390.00	\$897.00
Paul Huygens	1.30	\$1,320.00	\$1,716.00
Spencer Stires	5.70	\$480.00	\$2,736.00
Tanner James	6.00	\$630.00	\$3,780.00
PROFESSIONAL SERVICES		20.50	\$15,681.00

EXPENSES

DESCRIPTION	AMOUNT
Research	\$215.00
EXPENSES TOTAL	\$215.00

AMOUNT DUE THIS INVOICE \$15,896.00

This invoice is due on 12/13/2023

2360 Corporate Circle Suite 340
Henderson, NV 89074, United States
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INVOICE

INVOICE DATE: 12/13/2023
INVOICE NO: 94750
BILLING THROUGH: 11/30/2023

Cash Cloud Inc d/b/a Coin Cloud

Coin Cloud - FA 2

Managed By: Daniel L Moses

PROFESSIONAL SERVICES

DATE	EMPLOYEE	DESCRIPTION	HOURS	RATE	AMOUNT
11/1/2023	Dan Moses	Business Analysis / Operations <i>Reviewed correspondence re: case updates.</i>	0.30	\$1,260.00	\$378.00
11/1/2023	Spencer Stires	Claims Analysis and Objections <i>Evaluated the status of outstanding administrative claims for Coin Cloud and updated relevant records.</i>	1.10	\$480.00	\$528.00
11/1/2023	Spencer Stires	Claims Analysis and Objections <i>Evaluated and processed Coin Cloud's outstanding allowed administrative claims.</i>	1.20	\$480.00	\$576.00
11/2/2023	Tanner James	Litigation <i>Discussion with D. Moses re: Cole Kepro.</i>	0.40	\$630.00	\$252.00
11/2/2023	Dan Moses	Litigation <i>Discussion with T. James of Province on Coin Cloud litigation issues over Cole Kepro.</i>	0.40	\$1,260.00	\$504.00
11/4/2023	Dan Moses	Business Analysis / Operations <i>Reviewed and analyzed correspondence on Coin Cloud from various parties.</i>	0.30	\$1,260.00	\$378.00
11/6/2023	Dan Moses	Business Analysis / Operations <i>Reviewed and analyzed current cash update from J. Hall of Coin Cloud.</i>	0.20	\$1,260.00	\$252.00
11/8/2023	Paul Huygens	Business Analysis / Operations <i>Corresponded with ERC consultant re: process questions, and call with T. James re: same (0.2). Participated in portion of call with committee and consultants to discuss same (0.3). Followed up with D. Moses after (0.1).</i>	0.60	\$1,320.00	\$792.00
11/8/2023	Tanner James	Business Analysis / Operations <i>Call with P. Huygens re: ERC process questions.</i>	0.20	\$630.00	\$126.00
11/8/2023	Dan Moses	Business Analysis / Operations <i>Discussion with P. Huygens of Province on call with ERC consultants.</i>	0.10	\$1,260.00	\$126.00
11/9/2023	Dan Moses	Litigation <i>Discussion with Fox Rothschild and T. James of Province on Cole Kepro and other related workstreams.</i>	0.50	\$1,260.00	\$630.00
11/9/2023	Tanner James	Litigation	0.50	\$630.00	\$315.00

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Coin Cloud - FA 2

Managed By: Daniel L Moses

PROFESSIONAL SERVICES

DATE	EMPLOYEE	DESCRIPTION	HOURS	RATE	AMOUNT
		<i>Call with D. Moses and Fox Rothschild re: Cole Kepro and related workstreams.</i>			
11/10/2023	Dan Moses	Business Analysis / Operations	0.20	\$1,260.00	\$252.00
		<i>Reviewed correspondence from T. James of Province on case status.</i>			
11/11/2023	Dan Moses	Business Analysis / Operations	0.10	\$1,260.00	\$126.00
		<i>Corresponded with E. Badway of Fox Rothschild on case updates.</i>			
11/12/2023	Tanner James	Business Analysis / Operations	0.30	\$630.00	\$189.00
		<i>Call with D. Moses re: FBI investigation update.</i>			
11/12/2023	Dan Moses	Business Analysis / Operations	0.30	\$1,260.00	\$378.00
		<i>Discussion with T. James of Province on update to FBI investigation.</i>			
11/20/2023	Spencer Stires	Business Analysis / Operations	0.80	\$480.00	\$384.00
		<i>Reformatted July MOR to conform to UST request.</i>			
11/21/2023	Paul Huygens	Business Analysis / Operations	0.20	\$1,320.00	\$264.00
		<i>Call with T. James re: collections and hack update.</i>			
11/21/2023	Paul Huygens	Business Analysis / Operations	0.20	\$1,320.00	\$264.00
		<i>Call with P. Huygens re: collections and hack update.</i>			
11/22/2023	Tanner James	Litigation	1.40	\$630.00	\$882.00
		<i>Analyzed and discussed Genesis Coin demand letter.</i>			
11/24/2023	Dan Moses	Litigation	0.60	\$1,260.00	\$756.00
		<i>Reviewed and analyzed Genesis Coin ask for reduction in purchase price.</i>			
11/26/2023	Tanner James	Litigation	2.40	\$630.00	\$1,512.00
		<i>Prepared for evidentiary hearing testimony.</i>			
11/27/2023	Hunter Thompson	Business Analysis / Operations	2.30	\$390.00	\$897.00
		<i>Analyzed industry research on semiconductor chip shortages and COVID-19's impact on consumer behavior.</i>			
11/28/2023	Tanner James	Business Analysis / Operations	0.30	\$630.00	\$189.00
		<i>Discussion with P. Huygens re: case update and workstream.</i>			
11/28/2023	Spencer Stires	Business Analysis / Operations	2.60	\$480.00	\$1,248.00

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INVOICE NO: 94750
BILLING THROUGH: 11/30/2023

Coin Cloud - FA 2

Managed By: Daniel L Moses

PROFESSIONAL SERVICES

DATE	EMPLOYEE	DESCRIPTION	HOURS	RATE	AMOUNT
		<i>Validated and discussed UST fee payments in response to delinquency letter.</i>			
11/28/2023	Paul Huygens	Business Analysis / Operations	0.30	\$1,320.00	\$396.00
		<i>Discussion with T. James re: case update and workstream.</i>			
11/28/2023	Dan Moses	Litigation	0.40	\$1,260.00	\$504.00
		<i>Reviewed and analyzed draft declaration of D. Ayala of Powercoin collections.</i>			
11/28/2023	Dan Moses	Litigation	0.40	\$1,260.00	\$504.00
		<i>Reviewed and analyzed correspondence from T. James of Province in Cole Kepro trial.</i>			
11/28/2023	Dan Moses	Litigation	0.50	\$1,260.00	\$630.00
		<i>Corresponded with T. James of Province on case update and potential collections.</i>			
11/29/2023	Dan Moses	Business Analysis / Operations	0.20	\$1,260.00	\$252.00
		<i>Corresponded with T. James and D. Ayala on private investigators.</i>			
11/30/2023	Tanner James	Business Analysis / Operations	0.50	\$630.00	\$315.00
		<i>Participated in call with Province, FTI and Seward Kissel teams re: updates.</i>			
11/30/2023	Dan Moses	Business Analysis / Operations	0.20	\$1,260.00	\$252.00
		<i>Reviewed communication between A. Stanton and T. James of Province.</i>			
11/30/2023	Dan Moses	Business Analysis / Operations	0.50	\$1,260.00	\$630.00
		<i>Participated in call with Province, FTI and Seward Kissel teams re: updates.</i>			
TOTAL SERVICES			20.50		\$15,681.00

EXPENSES

DATE	EMPLOYEE	DESCRIPTION	AMOUNT
Research:			
11/30/2023	Province LLC - Expenses	Research	\$215.00
		<i>Research Nov 2023- Coin Cloud - FA 2</i>	

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Cash Cloud Inc d/b/a Coin Cloud

INVOICE

INVOICE DATE: 12/13/2023
INVOICE NO: 94750
BILLING THROUGH: 11/30/2023

TOTAL EXPENSES		\$215.00
SUBTOTAL		\$15,896.00
AMOUNT DUE THIS INVOICE		\$15,896.00

This invoice is due upon receipt

Please remit payment to:

Province, LLC

Wire Instructions:

Meadows Bank

Account #1020039259

Routing #122402382

EIN #26-3657461